

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

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| MELINDA BROWN and TREFFLE |) | |
| LAFLECHE, |) | |
| |) | |
| Plaintiffs, |) | |
| |) | |
| v. |) | |
| |) | |
| AMERICAN INTERNATIONAL GROUP, |) | C. A. No. 04-10685 WGY |
| INC. and NATIONAL UNION FIRE |) | |
| INSURANCE COMPANY OF |) | |
| PITTSBURGH, PENNSYLVANIA, |) | |
| |) | |
| Defendants. |) | |
| |) | |
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**AFFIDAVIT OF MELINDA BROWN IN SUPPORT OF PLAINTIFFS' MOTION FOR
SUMMARY JUDGMENT**

I, Melinda Brown, do hereby depose and state as follows:

1. I am a resident of Massachusetts and former director of Computrex, Inc. ("Computrex").
2. Treffle LaFleche ("LaFleche") is a resident of Massachusetts and former director of Computrex.
3. Computrex was in the business of auditing freight bills and based in Louisville, Kentucky prior to its involuntary petition in bankruptcy.
4. National Union Fire Insurance Company of Pittsburgh, Pennsylvania ("National Union") issued Computrex a Directors and Officers Corporate Liability Policy No. 872-35-08 and Run-Off Endorsement (the "D&O Policy" or "Policy"), which insured certain claims made against Computrex's officers and directors.

5. Computrex was a Kentucky corporation when the Policy was issue. On July 23, 2001, Computrex incorporated under the laws of the State of Delaware.

6. LaFleche and I are direct beneficiaries of the Policy and qualify as Insureds.

7. On January 30, 2004, LaFleche, myself, and certain other former directors, officers, and employees of Computrex were served with an adversary complaint (the "D&O Complaint") filed by the Bankruptcy Trustee in a bankruptcy proceeding in the United States Bankruptcy Court for the Eastern District of Kentucky, Lexington, Case No. 01-53755.

8. The D&O Complaint alleges a multitude of claims against several of Computrex's former directors and officers, and only a portion of the allegations and causes of action are specifically directed at LaFleche and myself.

9. The D&O Complaint contains allegations of wrongful conduct by LaFleche and myself that fall within the scope of the D&O Policy.

SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS 10TH DAY OF MAY, 2004.

/s/ Melinda Brown
Melinda Brown